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*Special Counsel for Voyager Digital
Holdings, Inc.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	
	:	Chapter 11
	:	
VOYAGER DIGITAL HOLDINGS,	:	
INC. <i>et al.</i> , ¹	:	Case No. 22-10943 (MEW)
	:	
Debtors.	:	(Jointly Administered)
	:	

**THIRD MONTHLY FEE STATEMENT OF ARENTFOX SCHIFF LLP,
SPECIAL COUNSEL FOR VOYAGER DIGITAL HOLDINGS, INC., FOR
INTERIM ALLOWANCE OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR SERVICES RENDERED DURING THE
PERIOD FROM JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

Name of Applicant:	ArentFox Schiff LLP
Authorized to Provide Professional Services to:	Special Counsel for Voyager Digital Holdings, Inc.
Date of Retention:	January 24, 2023 (<i>Nunc Pro Tunc</i> to November 10, 2022)
Period for which Compensation and Reimbursement is Sought:	January 1, 2023 through January 31, 2023

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (N/A); and Voyager Digital, LLC (8013). The location of the Debtors' principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003.

Total Fees Requested in this Statement by ArentFox Schiff:	\$68,374.00 (80% of \$85,467.50)
Total Expenses Requested in this Statement by ArentFox Schiff:	\$0.00
Total Fees and Expenses Requested in this Statement:	\$68,374.00

This is a(n) X monthly ____ interim ____ final application. No prior application was filed for this Fee Period.

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Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), the *Order Authorizing the Retention and Employment of ArentFox Schiff LLP as Special Counsel Effective as of November 10, 2022* dated January 24, 2023 [Docket No. 905], and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated August 4, 2022 [Docket No. 236] (the “Interim Compensation Order”), the law firm of ArentFox Schiff LLP (“ArentFox Schiff” or the “Firm”), Special Counsel for Voyager Digital Holdings, Inc. (“Voyager Holdings” or the “Debtor”), hereby submits this monthly fee statement (the “Monthly Fee Statement”) for: (a) interim allowance of \$85,467.50 for reasonable compensation for the actual, necessary legal services ArentFox Schiff rendered to the Debtor during the period from January 1, 2023 through January 31, 2023 (the “Fee Period”); and (b) compensation in the amount of \$68,374.00, which is equal to 80% of the total amount of reasonable compensation for the actual, necessary legal services ArentFox Schiff rendered to the Debtor during the Fee Period (*i.e.*, \$85,467.50).

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, attached are the following exhibits:
 - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by ArentFox Schiff’s attorneys and paraprofessionals during the Fee Period with respect to each of the subject matter categories established by ArentFox Schiff in accordance with its internal billing procedures. ArentFox Schiff requests compensation in the amount of \$68,374.00 for the actual, reasonable and necessary legal services rendered to the Debtor during the Fee Period, which is equal to 80% of the total amount of reasonable compensation for the actual, necessary legal services ArentFox Schiff rendered to the Debtor during the Fee Period (*i.e.*, \$85,467.50).

- **Exhibit B** is a schedule providing certain information regarding the ArentFox Schiff attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Attorneys and paraprofessionals of ArentFox Schiff have expended a total of 96.50 hours in connection with these chapter 11 cases during the Fee Period.
- **Exhibit C** is a schedule setting forth the total amount of reimbursement sought with respect to each category of expenses for which ArentFox Schiff is seeking reimbursement in this Monthly Fee Statement.
- **Exhibit D** consists of ArentFox Schiff's time detail and records of fees and expenses incurred during the Fee Period.

Notice

2. Pursuant to the Interim Compensation Order, notice of this Monthly Fee Statement has been served upon (i) Voyager Digital Holdings, Inc., 33 Irving Place, Suite 3060, New York, New York 10003, Attn: David Brosgol, Esq. and Brian Nistler, Esq.; (ii) counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Joshua A. Sussberg, P.C., Christopher Marcus, P.C., Christine A. Okike, P.C., and Allyson B. Smith, Esq.; (iii) United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014, Attn: Richard Morrissey, Esq. and Mark Bruh, Esq.; and (iv) counsel to the Official Committee of Unsecured Creditors, McDermott Will & Emery LLP, One Vanderbilt Avenue, New York, New York 10017, Attn: Darren Azman, Esq. (collectively, the "Application Recipients").

WHEREFORE, ArentFox Schiff respectfully requests: (a) interim allowance of \$85,467.50 for the reasonable compensation of actual, necessary legal services ArentFox Schiff rendered to the Debtor during the Fee Period; and (b) compensation in the amount of \$68,374.00, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services ArentFox Schiff rendered to the Debtor during the Fee Period (*i.e.*, \$85,467.50); and further requests such other and further relief as this Court deems necessary and just.

Dated: February 27, 2023
New York, New York

ARENTFOX SCHIFF LLP

/s/ Jeffrey R. Gleit

Jeffrey R. Gleit, Esq.

Brett D. Goodman, Esq.

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*Special Counsel for Voyager Digital
Holdings, Inc.*

EXHIBIT A

SUMMARY OF FEES BY SUBJECT MATTER
JANUARY 1, 2023 THROUGH JANUARY 31, 2023

Project Category	Hours Billed	Fees Billed
Petition, Schedules, First Day Orders (01)	0.00	\$0.00
Case Management and Operating Reports (02)	0.00	\$0.00
Corporate and Business Matters (03)	0.00	\$0.00
Investigation, Due Diligence, Analysis (04)	88.10	\$79,331.50
Committee and Debtor Communications (05)	0.00	\$0.00
Creditor Information Sharing and 1102 Services (06)	0.00	\$0.00
Creditor Inquiries (07)	0.00	\$0.00
Sale and Disposition of Assets (08)	0.40	\$416.00
Asset Analysis and Recovery (09)	0.00	\$0.00
Claims Administration and Objections (10)	1.70	\$1,750.00
Miscellaneous Motions and Objections (11)	0.00	\$0.00
Adversary Proceedings (12)	0.00	\$0.00
Professional Retention (13)	4.90	\$3,054.00
Fee Applications (14)	0.00	\$0.00
Cash Collateral and DIP Financing (15)	0.00	\$0.00
Disclosure Statement and Plan Matters (16)	1.40	\$916.00
Wage Employee Benefits, Severance, Pensions (17)	0.00	\$0.00
Real Estate (18)	0.00	\$0.00
Automatic Stay and Section 362 and 363 Matters (19)	0.00	\$0.00
Equipment Lessors and Non Real Estate Leases (20)	0.00	\$0.00
Utilities and Regulatory Matters (21)	0.00	\$0.00
Chapter 5 Litigation, Collection, Investigation (22)	0.00	\$0.00
Executory Contracts and Related Matters (23)	0.00	\$0.00
Tax (Federal, State, Local and Corporate) (24)	0.00	\$0.00
NOL's and Tax Attributes (25)	0.00	\$0.00
Plan or Restructuring Support Agreement (26)	0.00	\$0.00
Environmental Matters (27)	0.00	\$0.00
Debtor Communications/Negotiations (28)	0.00	\$0.00
Travel (29)	0.00	\$0.00
TOTAL:	96.50	\$85,467.50

EXHIBIT B

**COMPENSATION BY TIMEKEEPER
JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

Name of Professional Person	Position, Year Assumed Position, Prior Relevant Experience, Year of Obtaining Relevant License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
Jeffrey R. Gleit	Joined firm as a Partner in 2022. Member of NY bar since 2001. Bankruptcy & Financial Restructuring Group.	\$1,120	23.40	\$26,208.00
Brett D. Goodman	Joined firm as a Partner in 2021. Member of NJ bar since 2006. Member of NY bar since 2007. Bankruptcy & Financial Restructuring Group.	\$1,040	14.40	\$14,976.00
Allison Weiss	Joined firm as Counsel in 2022. Member of NY bar since 1995. Bankruptcy & Financial Restructuring Group.	\$1,015	6.80	\$6,902.00
Nicholas A. Marten	Joined firm as an Associate in 2016. Member of the NY bar since 2012. Bankruptcy and Financial Restructuring Group.	\$835	2.10	\$1,753.50
Patrick Feeney	Joined firm as an Associate in 2021. Member of NY bar since 2018. Bankruptcy & Financial Restructuring.	\$740	44.70	\$33,078.00
Lisa Indelicato	Bankruptcy Senior Paralegal Specialist.	\$500	5.10	\$2,550.00
TOTAL:			96.50	\$85,467.50

Blended Rate: \$907.19¹

¹ The Blended Rate excludes paraprofessionals' time

EXHIBIT C

SUMMARY OF EXPENSES
JANUARY 1, 2023 THROUGH JANUARY 31, 2023

Expense Category	Service Provider (if applicable)	Total Expenses
None.		\$0.00
TOTAL		\$ 0.00

EXHIBIT D

INVOICE



Scott Vogel
33 Irving Plaza
Suite 3060
New York, NY 10003

Invoice Number 2205584
Invoice Date 02/23/2023
Client Number 044261

For Professional Services Rendered Through: January 31, 2023

<u>No</u>	<u>Reference</u>	<u>Hours</u>	<u>Total</u>
00004	Investigation, Due Diligence and Analysis	88.10	79,331.50
00008	Sale and Disposition of Assets	0.40	416.00
00010	Claims Administration and Objections	1.70	1,750.00
00013	Professional Retention	4.90	3,054.00
00016	Disclosure Statement and Plan Matters and Solicitation	1.40	916.00
	Totals	96.50	85,467.50

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Time Summary

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
<u>Partner</u>			
Jeffrey R. Gleit	23.40	1,120.00	26,208.00
Brett D. Goodman	14.40	1,040.00	14,976.00
<u>Of Counsel</u>			
Allison H. Weiss	6.80	1,015.00	6,902.00
<u>Associate</u>			
Nicholas A. Marten	2.10	835.00	1,753.50
Patrick Feeney	44.70	740.00	33,078.00
Blended Rate for Attorneys: \$907.19			
<u>Paralegal</u>			
Lisa A. Indelicato	5.10	500.00	2,550.00
Totals	96.50		85,467.50

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00004 Investigation, Due Diligence and Analysis
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For Professional Services Rendered Through: January 31, 2023

Re: Investigation, Due Diligence and Analysis

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
01/03/23	Brett D. Goodman	Correspondence regarding follow-up on questions for HoldCo.	0.10	104.00
01/10/23	Jeffrey R. Gleit	Review responses to diligence questions (.5); review supporting documentation re same (.4).	0.90	1,008.00
01/10/23	Patrick Feeney	Review received answers from Holdco re: intercompany transactions.	0.20	148.00
01/11/23	Brett D. Goodman	Review of responses to inquiries from HoldCo (.6); review of certain portions of second amended disclosure statement relating to intercompany transactions (.4); conference call with J. Gleit and P. Feeney to discuss same (.4).	1.40	1,456.00
01/11/23	Jeffrey R. Gleit	Review approved DS (.5); review background docs for analysis (.7); review responses received from the company (.4); meeting with B. Goodman and P. Feeney re presentation and next steps (.4); research re Fundstrat transaction (.4); t/c's with P. Feeney re director presentation (.2).	2.60	2,912.00
01/11/23	Patrick Feeney	Review received answers from HoldCo. re: intercompany transactions (1.2); confer w/ J. Gleit and B. Goodman re: same (.4); draft summary of intercompany transactions and recharacterization issues (3.5); confer w/ J. Gleit re; same (.2)	5.30	3,922.00
01/12/23	Brett D. Goodman	Revise analysis and presentation to independent director (2.1); review of revised version of presentation (.3); confer with J. Gleit re: same (.3); Confer w/ P. Feeney regarding same (.1).	2.80	2,912.00
01/12/23	Jeffrey R. Gleit	Revise presentation to S. Vogel (1.6); t/c's with B. Goodman re same (.3).	1.90	2,128.00
01/12/23	Patrick Feeney	Revise summary of intercompany transactions per received comments from J. Gleit and B. Goodman (2.8); confer w/ B. Goodman re: same (.1).	2.90	2,146.00

Areffox Schell LLP
 P.O. Box 130122
 Atlanta, GA 30301-0122
 Attorneys at Law

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 00004 Investigation, Due Diligence and Analysis
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<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
01/13/23	Brett D. Goodman	Participate in conference call with independent directors' counsel (.3); follow up w/ J. Gleit regarding same (.4).	0.70	728.00
01/13/23	Jeffrey R. Gleit	Revise presentation to S. Vogel (.5); meeting with counsel for independent directors and Kirkland (.3); draft email to S. Vogel re same (.2); t/c's with B. Goodman re same (.4); t/c with S. Vogel re status and next steps (.3).	1.70	1,904.00
01/13/23	Patrick Feeney	Revise and redraft intercompany transactions summary.	0.90	666.00
01/14/23	Brett D. Goodman	Review of summary chart for S. Vogel and initial comments from J. Gleit to same.	0.40	416.00
01/14/23	Jeffrey R. Gleit	Revise summary of initial findings for S. Vogel.	0.50	560.00
01/14/23	Patrick Feeney	Revise and redraft intercompany transactions summary.	1.20	888.00
01/15/23	Jeffrey R. Gleit	Review backup documents and revise summary of initial findings.	0.70	784.00
01/15/23	Patrick Feeney	Revise and redraft intercompany transactions summary.	1.60	1,184.00
01/16/23	Allison H. Weiss	Review and revise memo re intercompany claims (.4); review presentation re same (.3); emails with J. Gleit re same (.3).	1.00	1,015.00
01/17/23	Allison H. Weiss	Review and revise presentation re intercompany claims (1.1); confs with J. Gleit re same (.4).	1.50	1,522.50
01/17/23	Brett D. Goodman	Various correspondence, drafting and updates regarding summary analysis for S. Vogel (1.1); call with J. Gleit regarding same (.2).	1.30	1,352.00
01/17/23	Jeffrey R. Gleit	Further revise summary memo for S. Vogel (.5); confer w/ B. Goodman re: same (.2); revise presentation to S. Vogel (.1); conferences with A. Weiss re same (.4).	1.20	1,344.00
01/17/23	Patrick Feeney	Revise presentation materials re: Autostyle factors (1.3); research case law re: director duties in relation to raising or maintaining litigation claims (2.2).	3.50	2,590.00
01/18/23	Brett D. Goodman	Perform review and comments to updated versions of summary and presentations to S. Vogel.	0.60	624.00

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 00004 Investigation, Due Diligence and Analysis
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<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
01/18/23	Patrick Feeney	Review case law re: identity of interest AutoStyle factor and revise presentation materials re: same.	0.40	296.00
01/19/23	Brett D. Goodman	Further updates and correspondence regarding summary sheet and identity of interests	0.40	416.00
01/19/23	Patrick Feeney	Review Voyager debtors schedules and statements for liabilities.	0.50	370.00
01/20/23	Patrick Feeney	Research cases regarding duty to litigate claims (1.4); draft inquiries for company regarding intercompany transactions (1.1).	2.50	1,850.00
01/23/23	Brett D. Goodman	Review of certain documents in supplemental production and Grant Thorton analyses (2.1); review of certain Fundstrat consents (.5).	2.60	2,704.00
01/23/23	Jeffrey R. Gleit	Revise interview questions for 1/24 interview (.5); review hot documents from production (.7); conferences with P. Feeney re discovery and interview questions (.3).	1.50	1,680.00
01/23/23	Patrick Feeney	Review production materials from company (2.4); confer w/ J. Gleit re: same (.3).	2.70	1,998.00
01/24/23	Brett D. Goodman	Participate in portion of independent director counsel meeting with company (.8); follow-up internally regarding call (.3).	1.10	1,144.00
01/24/23	Jeffrey R. Gleit	Revise questions for interview (.4); review recent production (.5); t/c with R. Howell re interview (.2); interview of E. Psarapoulos with Katten and Quinn (1.3); follow up call with K. Hill (.2).	2.60	2,912.00
01/24/23	Patrick Feeney	Revise memo materials per J. Gleit comments, new materials, and discussion from company meeting (3.4); attend E. Psarapoulos Interview (1.3).	4.70	3,478.00
01/25/23	Brett D. Goodman	Review of updated deck for S. Vogel.	0.40	416.00
01/25/23	Patrick Feeney	Revise memo materials per J. Gleit comments, new materials (1.3); review Alvarez and Marsal reports filed in Canadian proceedings and cash management motions and orders (2.0).	3.30	2,442.00
01/26/23	Jeffrey R. Gleit	Review A&M reports in Canada (.7); revise director presentation (.4); prepare for BRG	1.40	1,568.00

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 00004 Investigation, Due Diligence and Analysis
 February 23, 2023

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<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
		call (.3).		
01/27/23	Brett D. Goodman	Participate in portion of call with BRG and independent directors' counsel (.6); follow-up with J. Gleit regarding same (.2)	0.80	832.00
01/27/23	Jeffrey R. Gleit	Prepare for (.3) and participate in interview of BRG with Quinn and Katten (.8); t/c's with K. Hill re follow-up questions (.2); t/c's with B. Goodman re BRG interview (.2); review Voyager production (1); revise Vogel presentation (.5).	3.00	3,360.00
01/27/23	Patrick Feeney	Attend call with company counsel and advisors from Berkeley Restructuring Group re: intercompany transfer (.8); revise memo materials for S. Vogel in relation to discussion (1); draft summary of subordination arguments for Alameda loan (.5).	2.30	1,702.00
01/29/23	Jeffrey R. Gleit	Review correspondence from Topco counsel (.2); emails with S. Vogel, Katten and Kirkland re same (.1).	0.30	336.00
01/30/23	Allison H. Weiss	Review and revise letter to Katten re discovery.	0.40	406.00
01/30/23	Brett D. Goodman	Correspondence regarding intercompany claims, recoveries and settlement discussions.	0.30	312.00
01/30/23	Jeffrey R. Gleit	T/C's with R. Howell re intercompany claims (.3); t/c with S. Rochester and J. Hodge re same (.4); t/c with K. Scherling re Katten letter and documents to be produced (.3); t/c's with S. Rochester re intercompany claims (.3); revise presentation to S. Vogel (.8).	2.10	2,352.00
01/30/23	Lisa A. Indelicato	Internal discussions regarding bates stamping documents.	0.20	100.00
01/30/23	Patrick Feeney	Prepare document production for response to Katten (.5) draft cover letters regarding document production (1.5); revise presentation materials for S. Vogel re: intercompany transactions edits to decks (2); review schedules and statements re: assets and liabilities for settlement calculation (1.6).	5.60	4,144.00
01/31/23	Allison H. Weiss	Meeting with J. Gleit and P. Feeney re presentation (.2); review key documents in	3.90	3,958.50

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00004 Investigation, Due Diligence and Analysis
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<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
		connection with presentation (.9); confs with P. Feeney and N. Marten re: presentation (.8); review and revise draft presentation (2.0).		
01/31/23	Jeffrey R. Gleit	T/C with S. Vogel re status and upcoming meetings (.3); meeting with A. Weiss and P. Feeney re revisions to Vogel presentation (.2); revise same (.8).	1.30	1,456.00
01/31/23	Nicholas A. Marten	Confer with P. Feeney and A. Weiss regarding issue analysis for client (0.8); conduct initial review of current draft of analysis and relevant documents (1.3).	2.10	1,753.50
01/31/23	Patrick Feeney	Review MORs and schedules and statements (.3); confer w/ J. Gleit and A. Weiss re: settlement and presentation materials (.2); revise presentation to independent director to discuss potential settlement options (5.5); confer w/ A. Weiss and N. Marten re: same (.8).	6.80	5,032.00
Fee Total			88.10	\$79,331.50

Timekeeper Summary:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Jeffrey R. Gleit	21.70	1,120.00	24,304.00
Brett D. Goodman	12.90	1,040.00	13,416.00
Allison H. Weiss	6.80	1,015.00	6,902.00
Nicholas A. Marten	2.10	835.00	1,753.50
Patrick Feeney	44.40	740.00	32,856.00
Lisa A. Indelicato	0.20	500.00	100.00
Timekeeper Summary Total	88.10		79,331.50

Current Fees \$79,331.50
Subtotal For This Matter \$79,331.50

044261 Vogel, Scott
 00008 Sale and Disposition of Assets
 February 23, 2023

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For Professional Services Rendered Through: January 31, 2023

Re: Sale and Disposition of Assets

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
01/04/23	Brett D. Goodman	Review of objections to Binance Purchase Agreement and Combined DS and Plan Hearing.	0.40	416.00
Fee Total			0.40	\$416.00

Timekeeper Summary:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Brett D. Goodman	0.40	1,040.00	416.00
Timekeeper Summary Total	0.40		416.00

Current Fees	\$416.00
Subtotal For This Matter	\$416.00

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00010 Claims Administration and Objections
February 23, 2023

Invoice Number 2205584
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For Professional Services Rendered Through: January 31, 2023

Re: Claims Administration and Objections

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
01/13/23	Jeffrey R. Gleit	Review Alameda claims.	0.40	448.00
01/31/23	Brett D. Goodman	Review of debtors' objection to Alameda proofs of claim.	0.50	520.00
01/31/23	Jeffrey R. Gleit	Review claim objection to Alameda claim.	0.50	560.00
01/31/23	Patrick Feeney	Review objection to Alameda claims.	0.30	222.00
Fee Total			1.70	\$1,750.00

Timekeeper Summary:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Jeffrey R. Gleit	0.90	1,120.00	1,008.00
Brett D. Goodman	0.50	1,040.00	520.00
Patrick Feeney	0.30	740.00	222.00
Timekeeper Summary Total	1.70		1,750.00

Current Fees	\$1,750.00
Subtotal For This Matter	\$1,750.00

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00013 Professional Retention
February 23, 2023

Invoice Number 2205584
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For Professional Services Rendered Through: January 31, 2023

Re: Professional Retention

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
01/05/23	Lisa A. Indelicato	Internal discussions regarding annual rate increase declaration.	0.20	100.00
01/13/23	Lisa A. Indelicato	Review and revise annual rate increase declaration (.3); internal discussions re same (.3); review docket and download Katten declaration re annual rate increase (.1).	0.70	350.00
01/17/23	Brett D. Goodman	Review of declaration and updates regarding annual rate increases.	0.20	208.00
01/17/23	Jeffrey R. Gleit	Revise supplemental declaration re fee increase.	0.20	224.00
01/17/23	Lisa A. Indelicato	Download and circulate Katten Muchin's Annual Rate Increase Declaration (.1); internal discussions regarding 2023 rates (.1); review, revise and circulate AFS's Annual Rate Increase Declaration (.3); revise same per J. Gleit's comments and re-circulate (.3); email Declaration to N. Adzima for review and electronic filing (.1); download and circulate filed copy to team (.1); review connections to certain parties in interest and mark for disclosure (.2); calendar future date to revisit same (.1).	1.30	650.00
01/23/23	Lisa A. Indelicato	Prepare hearing binder for retention hearing.	0.70	350.00
01/23/23	Lisa A. Indelicato	Arrange for J. Gleit to appear at hearing to consider AFS retention application.	0.80	400.00
01/24/23	Jeffrey R. Gleit	Prepare for (.2) and participate in retention hearing (.4).	0.60	672.00
01/24/23	Lisa A. Indelicato	Download and circulate AFS Retention Order.	0.10	50.00
01/27/23	Lisa A. Indelicato	Download and circulate objection to AFS retention.	0.10	50.00
Fee Total			4.90	\$3,054.00

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00013 Professional Retention
February 23, 2023

Invoice Number 2205584
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Timekeeper Summary:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Jeffrey R. Gleit	0.80	1,120.00	896.00
Brett D. Goodman	0.20	1,040.00	208.00
Lisa A. Indelicato	3.90	500.00	1,950.00
Timekeeper Summary Total	4.90		3,054.00

Current Fees	\$3,054.00
Subtotal For This Matter	\$3,054.00

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 00016 Disclosure Statement and Plan Matters and Solicitation
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For Professional Services Rendered Through: January 31, 2023

Re: Disclosure Statement and Plan Matters and Solicitation

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
01/09/23	Brett D. Goodman	Review of debtors' omnibus reply to disclosure statement objections.	0.40	416.00
01/13/23	Lisa A. Indelicato	Review Order Scheduling Combined Hearing on Disclosure Statement and Plan Confirmation and calendar critical dates.	1.00	500.00
Fee Total			1.40	\$916.00

Timekeeper Summary:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Brett D. Goodman	0.40	1,040.00	416.00
Lisa A. Indelicato	1.00	500.00	500.00
Timekeeper Summary Total	1.40		916.00

Current Fees	\$916.00
Subtotal For This Matter	\$916.00

Arent Fox, Smith LLP
Attorneys at Law

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Current Fees For All Matters

\$85,467.50

Total Amount Due This Invoice

\$85,467.50